

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

ORDER GRANTING THE APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP PURSUANT TO SECTIONS 503(b)(3) AND 503(b)(4) OF THE BANKRUPTCY CODE, BANKRUPTCY RULE 2016, AND SECTIONS 1.6 AND 6.3 OF THE DEBTORS' THIRD AMENDED PLAN FOR ALLOWANCE OF FEES AND EXPENSES INCURRED IN MAKING A SUBSTANTIAL CONTRIBUTION AS AN ADMINISTRATIVE EXPENSE

[Relates to Docket Nos. 1461]

The Bankruptcy Court, having considered the *Application of Skadden, Arps, Slate, Meagher & Flom LLP Pursuant to Sections 503(b)(3) and 503(b)(4) of the Bankruptcy Code, Bankruptcy Rule 2016, and Sections 1.6 and 6.3 of the Debtors' Third Amended Plan for Allowance of Fees and Expenses Incurred in the Making of a Substantial Contribution as an Administrative Expense* (the “**Application**”) filed on November 22, 2023; and it appearing that this Court has jurisdiction to consider this matter; and it appearing that due and proper notice of the Application having been given to all appropriate parties; and it appearing that, because of the nature of the relief requested, no other or further notice need be given; and the Bankruptcy Court finding good cause therefor, and for the reasons stated on the record,

² The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (6073); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors' corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED in its entirety.
2. The Substantial Contribution Claim of Skadden, Arps, Slate, Meagher & Flom LLP (“**Skadden**”) is allowed in the amount of \$1,457,292.31 plus the amounts incurred on account of this application, up to a maximum amount of \$1,500,000.
3. The Debtors are authorized and directed to satisfy such Substantial Contribution Claims by paying Skadden in full in cash on the effective date of the Debtors’ chapter 11 plan or as soon thereafter as practicable.
4. Following receipt of payment to satisfy such Substantial Contribution Claims, Skadden shall apply the amounts received to reduce the amounts that were owed by the members of the Ad Hoc Equity Group (as defined in the Substantial Contribution Application) on a pro rata basis and shall reimburse members of the Ad Hoc Equity Group for any amounts previously paid to Skadden by such members based on such pro rata reductions and amounts paid by such members. If Skadden is awarded the full amount of the Substantial Contribution Claim, no further amounts shall be due and owing from any member of the Ad Hoc Equity Group on account of the Substantial Contribution Claims.

5. This Bankruptcy Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed this _____ day of _____, 2023.

UNITED STATES BANKRUPTCY JUDGE
HON. CHRISTOPHER M. LOPEZ